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Special Counsel for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

Bankruptcy Case No. 19-30088 (DM)

PG&E CORPORATION,

Chapter 11

- and -

(Lead Case) (Jointly Administered)

**PACIFIC GAS AND ELECTRIC
COMPANY,**

**FINAL FEE APPLICATION OF BERMAN AND
TODDERUD LLP FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

Date: TBD
Time: TBD
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102
Judge: Hon. Dennis Montali

** All papers shall be filed in the Lead Case
No. 19-30088 (DM).*

INTRODUCTION

Berman and Todderud LLP (“Berman and Todderud”), special counsel to Debtors PG&E Corporation and Pacific Gas and Electric Corporation (the “Utility”), submits this Final Fee Application for Allowance and Payment of Compensation and Reimbursement of Expenses (“Final Fee Application”). This Final Fee Application is made pursuant to the *Order Pursuant to 11 U.S.C §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim*

1 *Compensation and Reimbursement of Expenses of Professionals*, entered on February 27, 2019
2 [Docket No. 701], sections 330 and 331 of title 11 of the United States Code, Rule 2016 of the Federal
3 Rules of Bankruptcy Procedure, the *Guidelines for Compensation and Expense Reimbursement of*
4 *Professionals and Trustees* (the “Northern District Guidelines”), the *United States Trustee Guidelines*
5 *for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C.*
6 *§ 330* (the “UST Guidelines”), and the Local Bankruptcy Rules for the Northern District of California.
7 Berman and Todderud respectfully requests that this Court issue an order (1) approving and allowing
8 Berman and Todderud’s fees in the amount of \$45,719.20 for the period June 1, 2020 through July 1,
9 2010 [Docket No. 8592]; (2) final allowance of fees and expenses identified in the Second Interim Fee
10 Application of Berman and Todderud LLP for Allowance and Payment of Compensation and
11 Reimbursement of Expenses (June 1, 2019 through September 30, 2019) [Docket No. 4705], the Third
12 Interim Fee Application of Berman and Todderud LLP for Allowance and Payment of Compensation
13 and Reimbursement of Expenses (October 1, 2019 through January 31, 2020) [Docket No. 6252], and
14 the Fourth Interim Fee Application of Berman and Todderud LLP for Allowance and Payment of
15 Compensation and Reimbursement of Expenses (February 1, 2020 through May 31, 2020) [Docket No.
16 8298]; and (3) final allowance of the fees and expenses previously approved in the Court’s prior fee
17 order relating to the First Interim Fee Application of Berman and Todderud LLP.¹ No objections have
18 been raised to the Second, Third or Fourth Interim Fee Application.² With respect to the First Interim
19 Fee Application, no objections were raised, although, as noted below, Berman and Todderud reached a
20 compromise with the Fee Examiner to reduce fees by \$10,000.

21 22 **GENERAL INFORMATION**

23 Name of Applicant: Berman and Todderud LLP

24 Authorized to Provide
25 _____

26 ¹ *In re PG&E Corporation and Pacific Gas and Electric Company*, Order Granting Interim Fee
27 Application of Berman and Todderud LLP for Allowance of Compensation and Reimbursement of
Expenses Incurred for the Period February 1, 2019 Through and Including May 31, 2019, Docket No.
5670 (Feb. 6, 2020).

28 ² The deadlines for objections to each of the Second, Third, and Fourth Interim Fee Applications have
passed. The deadline for objections to the Monthly Fee Statement covering the period June 1, 2020
through July 1, 2020, filed on July 31, 2020, is August 21, 2020.

Professional Services to: Special Counsel for Debtors and Reorganized Debtors

Petition Date: January 29, 2019

Retention Date: July 3, 2019, effective February 1, 2019 [Docket No. 2860]

Prior Applications: First Interim Fee Application (February 1, 2019 through May 31, 2019), filed October 22, 2019 [Docket No. 4383];

Second Interim Fee Application (June 1, 2019 through September 30, 2019), filed November 13, 2019 [Docket No. 4705];

Third Interim Fee Application (October 1, 2019 through January 31, 2020), filed March 11, 2020 [Docket No. 6252];

Fourth Interim Fee Petition (February 1, 2020 through May 31, 2020), filed July 8, 2020 [Docket No. 8298];

Monthly Fee Statement (June 1, 2020 through July 1, 2020), filed July 31, 2020 [Docket No. 8592].

Final Fee Period: February 1, 2019 through July 1, 2020.

SUMMARY OF FEES AND EXPENSES

Amount of Compensation Sought as Actual, Reasonable, and Necessary: \$1,518,054.42

Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary: \$5,588.33

Total Compensation and Expenses Requested for the Compensation Period: \$1,523,642.75

SUMMARY OF PRIOR FEE STATEMENTS

First Interim Fee Application: Docket No. 4383, Filed October 22, 2019

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
9/11/19 [Dkt. No. 3877]	2/1/2019 – 2/28/2019	\$76,805.60	\$0	\$76,805.60	\$0	\$15,361.12
9/11/19 [Dkt. No. 3877]	3/1/2019- 3/31/2019	\$86,127.60	\$0	\$86,127.60	\$0	\$17,225.52
9/11/19 [Dkt. No. 3877]	4/1/2019- 4/30/2019	\$135,308.80	\$0	\$135,308.80	\$0	\$27,061.76

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
9/11/19 [Dkt. No. 3877]	5/1/2019- 5/31/2019	\$98,050.40	\$0	\$88,050.40	\$0	\$19,610.08
TOTALS	2/1/2019- 5/31/2019	\$396,292.40	\$0	\$386,292.40	\$0	\$79,258.48

Order Approving First Interim Fee Application, Docket No. 5670: Pursuant to agreement with the Fee Examiner, Berman and Todderud reduced its fee claim by \$10,000 to \$386,292.40, which the Court allowed.

Second Interim Fee Application: Docket No. 4705, Filed Nov. 13, 2019

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
9/11/19 [Dkt. No. 3877]	6/1/2019 – 6/30/2019	\$86,370.00	\$1,400.29	\$69,096.00	\$1,400.29	\$17,274.00
9/17/19 [Dkt. No. 3914]	7/1/2019- 7/31/2019	\$83,893.60	\$1,810.01	\$67,114.88	\$1,810.01	\$16,778.72
9/30/19 [Dkt. No. 4033]	8/1/2019- 8/31/2019	\$64,112.40	\$2,378.03	\$51,289.92	\$2,378.03	\$12,822.48
10/31/19 [Dkt. No. 4533]	9/1/2019- 9/30/2019	\$141,618.00	\$0	\$113,294.40	\$0	\$28,323.60
TOTALS	6/1/2019- 9/30/2019	\$375,994.00	\$5,588.33	\$300,795.20	\$5,588.33	\$75,198.80

Third Interim Fee Application: Docket No. 6252, Filed March 11, 2020

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
12/02/19 [Dkt. No. 4920]	10/1/19 – 10/31/19	\$106,185.60	\$0	\$84,948.48	\$0	\$21,237.12
1/14/20 [Dkt. No. 5363]	11/1/2019- 11/30/2019	\$83,900.00	\$0	\$67,120.00	\$0	\$16,780.00
1/31/20 [Dkt. No. 5578]	12/1/2019- 12/31/2019	\$90,417.62	\$0	\$72,334.10	\$0	\$18,083.52

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
3/2/20 [Dkt. No. 5991]	1/1/2020- 1/31/2020	\$96,053.60	\$0	\$76,842.88	\$0	\$19,210.72
TOTALS	10/1/2019- 1/31/2020	\$376,556.82	\$0	\$301,245.46	\$0	\$75,311.36

Note-The Third Interim Fee Statement reflects an agreed-upon discount, reducing the December 2019 fees in the amount of \$1,353.58.

Fourth Interim Fee Application: Docket No. 8298, Filed July 8, 2020

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
03/30/2020 [Dkt. No. 6517]	2/1/2020 – 2/29/2020	\$95,656.40	\$0	\$76,525.12	\$0	\$19,131.28
4/30/2020 [Dkt. No. 7008]	3/1/2020- 3/31/2020	\$115,784.40	\$0	\$92,627.52	\$0	\$23,156.88
6/1/2020 [Dkt. No. 7683]	4/1/2020- 4/30/2020	\$95,541.60	\$0	\$76,433.28	\$0	\$19,108.32
7/1/2020 [Dkt. No. 8227]	5/1/2020- 5/31/2020	\$26,509.60	\$0	\$0	\$0	\$5,301.92
TOTALS	2/1/2020- 5/31/2020	\$333,492.00	\$0	\$245,585.92	\$0	\$66,698.40

Fee Statement for June 1, 2020 through July 1, 2020

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses	Holdback Fees Requested
7/31/2020 [Dkt. No. 8592]	6/1/2020 – 7/1/2020	\$45,719.20	\$0	\$0	\$0	\$9,143.84

Compensation sought in this Final Fee Statement not yet paid: \$284,135.44.

**COMPENSATION BY PROFESSIONAL
FEBRUARY 1, 2019 THROUGH JULY 1, 2020**

The attorneys and paraprofessionals who rendered legal services in these Chapter 11 Cases during the Final Fee Period are:

NAME OF PROFESSIONAL:	POSITION	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Stan Berman	Partner	1988	\$920	901.2	\$829,104.00
Eric Todderud	Partner	1987	\$692	1,012.0	\$700,304.00
Discounts					(\$11,353.58)
Total Professionals:				1,913.2	\$1,518,054.42

PROFESSIONALS	BLENDED RATE (rounded to nearest dollar)	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners	\$793	1913.2	\$1,518,054.42

**DESCRIPTION OF WORK/COMPENSATION BY WORK TASK CODE
FEBRUARY 1, 2019 THROUGH JULY 1, 2020**

Nearly all time billed by Berman and Todderud during the Final Fee Period was for work in connection with a single project: pursuing litigation before the Federal Energy Regulatory Commission to recover refunds for the electric ratepayers of Pacific Gas and Electric Company for overcharges that occurred during the 2000-2001 California energy crisis. The work has been going on for many years, and resulted in several dozen settlement agreements and billions of dollars in recoveries, and the work has largely focused on implementing those agreements in a way that will allow the books to be finally closed out after the 2000-2001 California energy crisis. Because of the narrow scope of our work, it is difficult to segregate the billable time into discrete project codes.

Separating our time into overlapping and subjective "project" categories would not meaningfully aid in the review of our bills. Rather, we provided descriptions of our work under the heading Project Billing and Narrative Statement of Services Rendered of the various fee applications.

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3 **EXPENSE SUMMARY**
4 **FEBRUARY 1, 2019 THROUGH JULY 1, 2020**

5 Berman and Todderud incurred reimbursable expenses in the Second Interim Fee Period in the
6 total amount of \$5,588.33. Berman and Todderud has have not sought reimbursement for any other
7 expenses. All requested reimbursements were for travel related to settlement negotiations for the
8 Utility. The reimbursement claims are consistent with the Northern District Guidelines, the UST
9 Guidelines, and this Court's orders.

10 Dated: August 3, 2020

11
12 Respectfully submitted,

13 BERMAN AND TODDERUD LLP

14 By: /s/ Eric Todderud
15 Eric Todderud

16 *Special Counsel to Debtors and Reorganized Debtors*
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2 **Notice Parties**

3 PG&E Corporation
4 c/o Pacific Gas & Electric Company
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